

*Instrument prepared by:***VIRGINIA GAS AND OIL BOARD***Order recorded under:***CODE OF VIRGINIA
§ 45.1-361.26****BEFORE THE VIRGINIA GAS AND OIL BOARD****RELIEF SOUGHT:** An Order for Disbursement of Escrowed Funds
(and Authorization for Direct Payment of Royalties)**JURISDICTION:** *Code of Virginia* § 45.1-351. (et seq) AND § 45.1-361.22 (et seq)UNIT/WELL NAME: AV-125
TRACT(S): Tracts 2C and a portion of 2D
LOCATION: Russell County, Virginia**DOCKET NUMBER:** VGOB-02-0820-1051-01**APPLICANTS:** CNX Production Company on behalf of Stuart Land and cattle Co. of Virginia,
Inc. and Ivellie Stilwell and Frances Dye**HEARING DATE AND LOCATION:** Russell County Government Center, Lebanon, Virginia
March 13 2012 and corrective testimony and exhibits on June 19,
2012**APPEARANCES:** Mark Swartz on behalf of CNX and Sharon M. B. Pigeon, Sr. Assistant Attorney
General for the Virginia Gas and Oil Board.**PRIOR PROCEEDINGS:**

1. Original Pooling Order Executed 07/11/03, Recorded 07/14/03, Deed Book 0587
2. Supplemental Order Executed 03/122/04, Recorded 03/22/04, Deed Book 0604

NOTICE:

The Unit Operator gave notice to the Applicants that the Board would consider its disbursement petition at the March 143, 2012 hearing and consider whether to:

(1) Amend the Pooling Order to provide for the disbursement of funds on deposit in the Escrow Account attributable to Tracts 2C and a portion of Tract 2D identified in the attached miscellaneous petition.

(2) Delete the requirement that the Unit Operator place future royalties attributable to Tracts 2C and a portion of 2D relative to the interests of the Applicants identified in the attached miscellaneous petition.

(3) Continue the escrow account under this docket number.

FINDINGS: *Code of Virginia* § 45.1-361.22

Applicant has certified and represented to the Board that:

1. The owner of the coal estate for Tract 2C and 2D is Stuart Land and Cattle Co., of Virginia, Inc. for the subject drilling unit.

2. The owner of the gas estate for Tracts 2C is Ivellie Stillwell and Tract 2D is Frances Dye for the subject drilling unit.

RELIEF GRANTED:

VGOB Approved Disbursement VGOB-03-0820-1051-01 AV-125			Fractional Ownership in Tract	Net Acreage Ownership in Tract	Royalty Split Agreement	Escrowed Acres Disbursed	Percent of Escrowed Funds Disbursed
Table 1 Tract 2C and a portion of Tract 2D							
Item	Tract	Disbursement Table					
		Total acreage in escrow before disbursement				24.7400	
1	2C	Stuart Land & Cattle Co of Va., Inc., Box 147, Rosedale, VA 24280 (Coal)		2.0700	50.0%	1.0350	4.1835%
2	2C	Ivellie G. Stillwell, 399 Mill Creek Rd., Raven, VA 24639 (Oil & Gas)		2.0700	50.0%	1.0350	4.1835%
1	2D	Stuart Land & Cattle Co of Va., Inc., Box 147, Rosedale, VA 24280 (Coal)	1/63	0.0310	50.0%	0.0155	0.0626%
		Noah Newberry Heirs (Oil & Gas)					
2	2D	Frances Dye, 460 Middle Creek Rd., Cedar Bluff, VA 24609	1/63	0.0310	50.0%	0.0155	0.0626%

1. The Escrow Agent is ordered, to within ten (10) days of receipt of this executed order, disburse funds for the unit and applicants detailed in Table 1.
2. The Escrow Agent is ordered to continue the Escrow Account for the Subject Drilling unit based on the attached Revised Exhibit E which replaces all prior Exhibit E's recorded for the Subject Drilling Unit.

CONCLUSION:

Therefore, the requested relief and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.

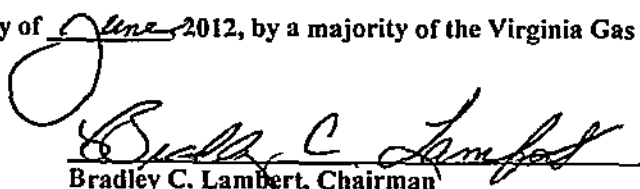
APPEALS:

Appeals of this Order are governed by the provisions of the *Code of Virginia* § 45.1-361.9 which provides that any order or decision of the Board may be appealed to the appropriate circuit court and that whenever a coal owner, coal operator, gas owner, gas operator, or operator of a gas storage field certificated by the State Corporation Commission is a party in such action, the court shall hear such appeal de novo.

Effective Date:

This Order shall be effective on the date of its execution.

DONE AND EXECUTED this 6 day of June, 2012, by a majority of the Virginia Gas and Oil Board.



Bradley C. Lambert, Chairman
Virginia Gas and Oil Board

DONE AND PERFORMED this 6th day of June, 2012 BY Order of the Virginia Gas and Oil Board.

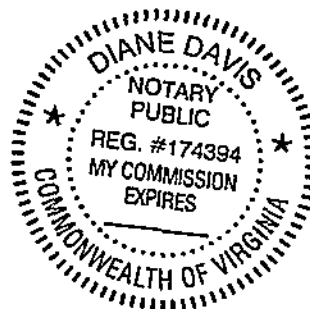

Rick Cooper, Principal Executive to the Staff
Virginia Gas and Oil Board

COMMONWEALTH OF VIRGINIA
COUNTY OF RUSSELL)

Acknowledged on this 6th day of June, 2012, personally before me a notary public in and for the Commonwealth of Virginia, appeared Bradley C. Lambert, being duly sworn did depose and say that he is the Chairman of the Virginia Gas and Oil Board and Rick Cooper, being duly sworn did depose and say that he is Acting Principal Executive to the Staff of the Virginia Gas and Oil Board, that they executed the same and were authorized to do so.


Diane J. Davis, Notary Public #174394

My commission expires: 09/30/2013



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PETITIONER: CNX Gas Company LLC

DIVISION OF GAS AND OIL
DOCKET NO: VGOB 02-0820-1051-01

RELIEF SOUGHT: (1) DISBURSEMENT FROM
ESCROW REGARDING TRACT(S) 2C & 2D
(2) AND AUTHORIZATION FOR DIRECT
PAYMENT OF ROYALTIES

HEARING DATE: March 13, 2012

DRILLING UNIT: AV-125

RUSSELL COUNTY, VIRGINIA

Received
FEB 2012
DGO - Lebanon

MISCELLANEOUS PETITION

1. **Petitioner and its counsel:** Petitioner is CNX Gas Company LLC, 2481 John Nash Boulevard, Bluefield, WV 24701, 304/323-6500. Petitioner's counsel is Mark A. Swartz, **SWARTZ LAW OFFICES, PLLC.**, 601 Sixth Avenue, Suite 201, P.O. Box 1808, St. Albans, WV 25177-1808.

2. **Relief sought:** (1) the disbursement of escrowed funds heretofore deposited with the Board's Escrow Agent(s) attributable to Tract(s) 2C & 2D as depicted upon the annexed Exhibit A-1; and (2) authorization to begin paying royalties directly to the parties to the royalty split between Stuart Land and Cattle Co. of VA, Inc. and Ivellie Stilwell and Frances Dye

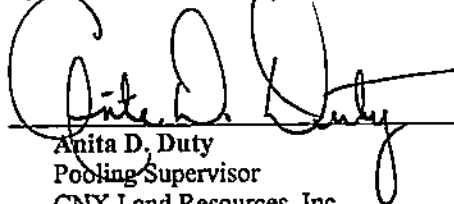
3. **Legal Authority:** Va. Code Ann. § 45.1-361.1 et seq., 4 VAC 25-160-140., and relevant Virginia Gas and Oil Board Orders ("Board") heretofore promulgated pursuant to law.

4. **Type of well(s):** Coalbed methane.

5. **Factual basis for relief requested:** Stuart Land and Cattle Co. of VA, Inc. and Ivellie Stilwell and Frances Dye have entered into royalty split agreement(s). Said royalty split agreement allows the Applicant and Designated Operator to pay royalties directly to the persons identified in Exhibit EE annexed hereto and the annexed Exhibit A-1, further, specifies how said royalties are to be divided and paid.

6. **Attestation:** The foregoing Petition to the best of my knowledge, information, and belief is true and correct.

CNX GAS COMPANY LLC
BY ITS PROFESSIONAL MANAGER
CNX GAS COMPANY LLC, PETITIONER

By: 
Anita D. Duty
Pooling Supervisor
CNX Land Resources, Inc.
2481 John Nash Blvd.
Bluefield, West Virginia 24701

Received
FEB 2012
DGO - Lebanon

PROPERTY LINES SHOWN WERE TAKEN FROM MAPS PROVIDED
BY CNX LAND RESOURCES, Inc. AND WERE NOT SURVEYED.

BOOK - 7119 PAGE 0467

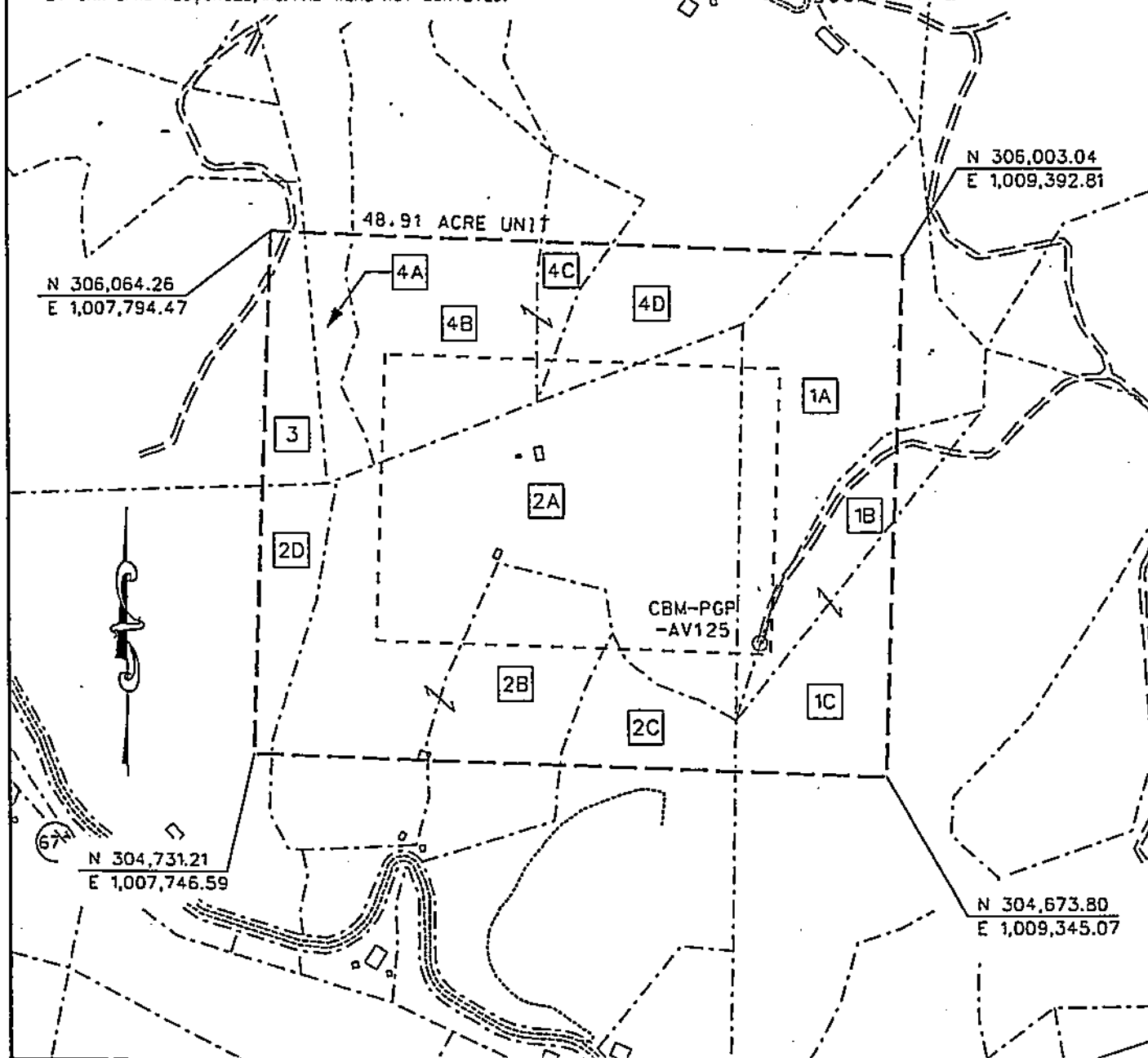


EXHIBIT A
MIDDLE RIDGE 1 FIELD
UNIT AV-125
FORCE POOLING
VGOB-02-0820-1051

Company Pocahontas Gas Partnership Well Name and Number UNIT AV-125
Tract No. _____ Elevation _____ Quadrangle Hongker
County Russell District New Garden Scale: 1" = 400' Date 7/7/91
This plat is a new plat X ; an updated plat _____ ; or a final plat No. _____

Form DGO-GO-7
Rev. 9/91

Charles D. May
Licensed Professional Engineer or Licensed Land Surveyor

10958
(Affix Seal)

POCAHONTAS GAS PARTNERSHIP

UNIT AV-125

Tract Identifications

(48.91 Acre Unit)

1. Coal Mountain Mining Co. Limited Partnership, L.L.P. – Coal, Oil and Gas
Reserve Coal Properties Company – Below Drainage Coal Leased
Sandy Ridge Energy Corp. – Above Drainage Coal Leased
Reserve Coal Properties Company – Oil and Gas Leased
Pocahontas Gas Partnership – CBM Leased
11.58 acres 23.6761%
 - 1A. William H. Byrd, et al – Surface
 - 1B. Kyle Reynolds, et ux – Surface
 - 1C. Kyle Reynolds, et ux – Surface

- 2A. The Stuart Land & Cattle Co. of Virginia, Inc. – Coal
Reserve Coal Properties Company – Coal Below Tiller Seam Leased
Knox Creek Coal Corp. – Coal In Tiller and Above Seams Leased
Pocahontas Gas Partnership – CBM Leased
Melvin J. R. Stilwell, et ux – Surface, Oil and Gas
Pocahontas Gas Partnership – Oil, Gas and CBM Leased
16.91 acres 34.5737%

- 2B. The Stuart Land & Cattle Co. of Virginia, Inc. – Coal
Reserve Coal Properties Company – Coal Below Tiller Seam Leased
Knox Creek Coal Corp. – Coal In Tiller and Above Seams Leased
Pocahontas Gas Partnership – CBM Leased
Melvin J. R. Stilwell, et ux – Surface, Oil and Gas
Pocahontas Gas Partnership – Oil, Gas and CBM Leased
3.80 acres 7.7694%

- 2C. The Stuart Land & Cattle Co. of Virginia, Inc. – Coal
Reserve Coal Properties Company – Coal Below Tiller Seam Leased
Knox Creek Coal Corp. – Coal In Tiller and Above Seams Leased
Pocahontas Gas Partnership – CBM Leased
Clarence Stilwell, et ux – Surface, Oil and Gas
2.07 acres 4.2323%

- 2D. The Stuart Land & Cattle Co. of Virginia, Inc. – Coal
Reserve Coal Properties Company – Coal Below Tiller Seam Leased
Knox Creek Coal Corp. – Coal In Tiller and Above Seams Leased
Pocahontas Gas Partnership – CBM Leased
Noah Newberry Heirs – Surface, Oil and Gas
1.95 acres 3.9869%

POCAHONTAS GAS PARTNERSHIP

UNIT AV-125

Tract Identifications

(48.91 Acre Unit)

1. Coal Mountain Mining Co. Limited Partnership, L.L.P. – Coal, Oil and Gas
Reserve Coal Properties Company – Below Drainage Coal Leased
Sandy Ridge Energy Corp. – Above Drainage Coal Leased
Reserve Coal Properties Company – Oil and Gas Leased
Pocahontas Gas Partnership – CBM Leased
11.58 acres 23.6761%
 - 1A. William H. Byrd, et al – Surface
 - 1B. Kyle Reynolds, et ux – Surface
 - 1C. Kyle Reynolds, et ux – Surface

- 2A. The Stuart Land & Cattle Co. of Virginia, Inc. – Coal
Reserve Coal Properties Company – Coal Below Tiller Seam Leased
Knox Creek Coal Corp. – Coal In Tiller and Above Seams Leased
Pocahontas Gas Partnership – CBM Leased
Melvin J. R. Stilwell, et ux – Surface, Oil and Gas
Pocahontas Gas Partnership – Oil, Gas and CBM Leased
16.91 acres 34.5737%

- 2B. The Stuart Land & Cattle Co. of Virginia, Inc. – Coal
Reserve Coal Properties Company – Coal Below Tiller Seam Leased
Knox Creek Coal Corp. – Coal In Tiller and Above Seams Leased
Pocahontas Gas Partnership – CBM Leased
Melvin J. R. Stilwell, et ux – Surface, Oil and Gas
Pocahontas Gas Partnership – Oil, Gas and CBM Leased
3.80 acres 7.7694%

- 2C. The Stuart Land & Cattle Co. of Virginia, Inc. – Coal
Reserve Coal Properties Company – Coal Below Tiller Seam Leased
Knox Creek Coal Corp. – Coal In Tiller and Above Seams Leased
Pocahontas Gas Partnership – CBM Leased
Clarence Stilwell, et ux – Surface, Oil and Gas
2.07 acres 4.2323%

- 2D. The Stuart Land & Cattle Co. of Virginia, Inc. – Coal
Reserve Coal Properties Company – Coal Below Tiller Seam Leased
Knox Creek Coal Corp. – Coal In Tiller and Above Seams Leased
Pocahontas Gas Partnership – CBM Leased
Noah Newberry Heirs – Surface, Oil and Gas
1.95 acres 3.9869%

POCAHONTAS GAS PARTNERSHIP

UNIT AV-125

Tract Identifications
(48.91 Acre Unit)

3. Swords Creek Land Partnership Tr. 21 - Coal
Reserve Coal Properties Company - Below Tiller Seam Leased
Sandy Ridge Energy Company - Tiller and Above Coal Leased
Pocahontas Gas Partnership - CBM Gas Leased
Mary Richardson, et al - Surface, Oil and Gas
Pocahontas Gas Partnership - Oil, Gas and CBM Leased
1.85 acres 3.7825%
4. William R. McCall, et al (McCall-Horton Tract) - Coal, Oil and Gas
Pocahontas Gas Partnership - CBM Leased
10.75 acres 21.9791%
- 4A. John A. Richardson, et ux - Surface
- 4B. Melvin J. Stillwell, et ux - Surface
- 4C. Melvin J. Stillwell, et ux - Surface
- 4D. William H. Byrd, et al - Surface

Exhibit E
Unit AV-125
Docket #VGOB 02-0820-1051-01
List of Conflicting Owners/Claimants that require escrow
(48.91 Acre Unit)

COOK - 749 PAGE 0471

	Acres in Unit	Interest In Unit
<u>Tract #2A, 16.91 acres</u>		
<u>COAL OWNERSHIP</u>		
(1) Stuart Land & Cattle Co. of Virginia, Inc. Box 147 Rosedale, VA 24280	16.91 acres	34.5737%
<u>OIL & GAS OWNERSHIP</u>		
(1) Melvin J. R. Stilwell, et ux. Rt.1 Box 314 Raven, VA 24639	16.91 acres	34.5737%
<u>Tract #2B, 3.80 acres</u>		
<u>COAL OWNERSHIP</u>		
(1) Stuart Land & Cattle Co. of Virginia, Inc. Box 147 Rosedale, VA 24280	3.80 acres	7.7694%
<u>OIL & GAS OWNERSHIP</u>		
(1) Melvin J. R. Stilwell, et ux. Rt.1 Box 314 Raven, VA 24639	3.80 acres	7.7694%
<u>Tract #2D, 1.95 acres</u>		
<u>COAL OWNERSHIP</u>		
(1) Stuart Land & Cattle Co. of Virginia, Inc. Box 147 Rosedale, VA 24280	1.95 acres	3.9869%
<u>OIL & GAS OWNERSHIP</u>		
(1) Noah Newberry Heirs, Devisees, Successors or Assigns	1.95 acres	3.9869%
(a) Hazel Richardson Heirs, Devisees, Successors or Assigns		
(a.1) Sherman Richardson Heirs, Devisees, Successors or Assigns		
(a.1.1) Paul E. Richardson 8444 S. County Rd. 350W Stileville, IN 46180-9728	0.0310 acres 1/63 of 1.95 acres	0.0633%
(a.2) Lundy Richardson Heirs, Devisees, Successors or Assigns		
(a.2.1) Shelby Ruth Richardson, Widow 1669 Turner Street Clayton, IN 46118	0.0103 acres 1/189 of 11.16 acres	0.0211%
(a.2.2) Carol Sue Hale 117 Henderson Street Richlands, VA 24641	0.0206 acres 2/189 of 1.95 acres	0.0422%

Exhibit E
Unit AV-125
Docket #VGOB 02-0820-1051-01
List of Conflicting Owners/Claimants that require escrow
(48.91 Acre Unit)

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	Acres in Unit	Interest in Unit
(a.3) Evangeline Blake 1212 Mary Ellen Avenue Chesapeake, VA 23324	0.0310 acres 1/63 of 1.95 acres	0.0633%
(a.5) Leonard Richardson Heirs, Devisees, Successors or Assigns		
(a.5.1) Loretta Mae Richardson PO Box 1282 Honaker, VA 24260	0.0310 acres 1/63 of 1.95 acres	0.0633%
(a.6) Bobby Richardson 2255 Road Ridge Turnpike Raven, VA 24639	0.0310 acres 1/63 of 1.95 acres	0.0633%
(a.7) Larry Richardson P.O. Box 328 North Tazewell, VA 24630	0.0310 acres 1/63 of 1.95 acres	0.0633%
(b) Frazier Newberry Heirs, Devisees, Successors or Assigns		
(b.1) Frances Newberry Heirs, Devisees, Successors or Assigns		
(b.1.1) Steve Allen Shortt P.O. Box 63 Doran, VA 24612	0.2167 acres 1/9 of 1.95 acres	0.4430%
(c) Madeline Vance Heirs, Devisees, Successors or Assigns		
(c.1) Carlos Vance P.O. Box 25 Swords Creek, VA 24649	0.0361 acres 1/54 of 1.95 acres	0.0738%
(c.2) Leda Jo Lester P.O. Box 400 Doran, VA 24612	0.0361 acres 1/54 of 1.95 acres	0.0738%
(c.3) Mary Sparks 51 Rabbit Hollow Rd. Swords Creek, VA 24649	0.0361 acres 1/54 of 1.95 acres	0.0738%
(c.4) Carrie Dell Boyd 100 Oxford Square, Apt. 8 Richlands, VA 24641	0.0361 acres 1/54 of 1.95 acres	0.0738%
(c.5) Judy Vance P.O. Box 357 Swords Creek, VA 24649	0.0361 acres 1/54 of 1.95 acres	0.0738%
(c.6) Cathy Vance P.O. Box 131 Swords Creek, VA 24649	0.0361 acres 1/54 of 1.95 acres	0.0738%
(d) Sylvia Short Heirs, Devisees, Successors or Assigns		
(d.1) Roger Short P.O. Box 782 Raven, VA 24639	0.0361 acres 1/54 of 1.95 acres	0.0738%

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Exhibit E
Unit AV-125
Docket #VGOB 02-0820-1051-01
List of Conflicting Owners/Claimants that require escrow
(48.91 Acre Unit)

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	Acres in Unit	Interest in Unit
(d.2) Linda Sue Berry 623 Crestwood Drive Richlands, VA 24641	0.0361 acres 1/54 of 1.95 acres	0.0738%
(d.3) Carrie Mullins P.O. Box 360 Swords Creek, VA 24649	0.0361 acres 1/54 of 1.95 acres	0.0738%
(d.4) Connie McFarland P.O. Box 516 Richlands, VA 24641	0.0361 acres 1/54 of 1.95 acres	0.0738%
(d.5) Steve Allen Short P.O. Box 63 Doran, VA 24612	0.0361 acres 1/54 of 1.95 acres	0.0738%
(d.6) Marvin Short Rt.1 Box 647A Swords Creek, VA 24649	0.0361 acres 1/54 of 1.95 acres	0.0738%
(e) Pauline Muse 999 Westover Drive High Point, NC 27265	0.2167 acres 1/9 of 1.95 acres	0.4430%
(f) Junior Newberry P.O. Box 988 Raven, VA 24639	0.2167 acres 1/9 of 1.95 acres	0.4430%
(g) Juanita Byrd Heirs, Devisees, Successors or Assigns		
(g.1) Patricia Vanover P.O. Box 671 Doran, VA 24612	0.0722 acres 1/27 of 1.95 acres	0.1477%
(g.2) Tammy Hardman 526 Dogwood Court High Point, NC 27260	0.0722 acres 1/27 of 1.95 acres	0.1477%
(g.3) Debbie Ann Martin Heirs, Devisees, Successors or Assigns		
(g.3.1) Chad Martin 843 Lake Drive, Bailey Lake Ashland, OH 44805	0.0722 acres 1/27 of 1.95 acres	0.1477%
(h) Elbert Newberry Heirs, Devisees, Successors or Assigns		
(h.1) Arlen Newberry Heirs, Devisees, Successors or Assigns		
(h.1.1) Janice Newberry, widow 281 Mill Creek Road Raven, VA 24639	0.0722 acres 1/27 of 1.95 acres	0.1477%
(h.2) Doris Ann Newberry 615 Prater Drive Richlands, VA 24641	0.0722 acres 1/27 of 1.95 acres	0.1477%
(h.3) Dewey Junior Salyers Heirs, Devisees, Successors or Assigns		

Exhibit E
Unit AV-125
Docket #VGOB 02-0820-1051-01
List of Conflicting Owners/Claimants that require escrow
(48.91 Acre Unit)

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	Acres in Unit	Interest in Unit
(h.3.1) Wanda Salyers 19198 Jonesboro Road Abingdon, VA 24211	0.0722 acres 1/27 of 1.95 acres	0.1477%
(i) Jimmy Newberry P.O. Box 361 Doran, VA 24612	0.2167 acres 1/9 of 1.95 acres	0.4430%

Exhibit EE
Unit AV-125
Docket #VGOB 02-0820-1051-01
List of Conflicting Owners/Claimants with Royalty Split Agreements
(48.91 Acre Unit)

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	Acres in Unit	Interest In Unit	Percent of Escrow
<u>Tract #2C, 2.07 acres</u>			
<u>COAL OWNERSHIP</u>			
(1) Stuart Land & Cattle Co. of Virginia, Inc. Box 147 Rosedale, VA 24280	2.07 acres	4.2323%	4.1852%
<u>OIL & GAS OWNERSHIP</u>			
(1) Ivelle Stilwell 3399 Mill Creek Road Raven, VA 24639 <i>Previously Clarence Stilwell, et ux.</i>	2.07 acres	4.2323%	4.1852%
<u>Tract #2D, 1.95 acres</u>			
<u>COAL OWNERSHIP</u>			
(1) Stuart Land & Cattle Co. of Virginia, Inc. Box 147 Rosedale, VA 24280	1.95 acres	3.9869%	0.0626%
<u>OIL & GAS OWNERSHIP</u>			
(1) Noah Newberry Heirs, Devisees, Successors or Assigns	1.95 acres	3.9869%	
(a) Hazel Richardson Heirs, Devisees, Successors or Assigns			
(a.4) Frances Dye 460 Middle Creek Road Cedar Bluff, VA 24609	0.0310 acres 1/63 of 1.95 acres	0.0633%	0.0626%
<u>Tract #3, 1.85 acres</u>			
<u>COAL OWNERSHIP</u>			
(1) Swords Creek Land Partnership, Tr.21 P.O. Box 29 Tazewell, VA 24651	1.85 acres	3.7825%	n/a
<u>OIL & GAS OWNERSHIP</u>			
(1) Mary Richardson 3921 Mill Creek Road Raven, VA 24639	1.85 acres	3.7825%	n/a

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Exhibit A-1
Tract-by-Tract Escrow Calculation
Account Balances as of 12/31/11

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Unit AV-125
VGOB 02-0820-1051-01
Acres Escrowed: 24.730000

Owners	Tract #	Acres	Owner Acres	Interest	Owners' Percent of Escrow (50%)	Amount Due Owners \$54,350.78
Stuart Land and Cattle- Coal	2C	2.07			4.1852%	\$2,274.69
Ivellie G. Stilwell - O&G					4.1852%	\$2,274.69
Stuart Land & Cattle Co. of VA, Inc.- Coal	2D	1.95			0.0626%	\$34.01
Noah Newberry Heirs - O&G						
Frances Dye			0.0310	1/63	0.0626%	\$34.01

Wells contributing to the escrow account:

AV125


Received
FEB 2012
DGO - Lebanon

1201363

VIRGINIA: IN THE OFFICE OF THE CLERK OF THE CIRCUIT OF RUSSELL COUNTY, 6-27, 2012. This deed was this day presented in said office, and upon the certificate of acknowledgment thereto annexed, admitted to record at 1:25 o'clock P M, after payment of \$ tax imposed by Sec. 58.1-802.

TESTE: ANN S. McREYNOLDS, CLERK

BY: Kunder Cook D. CLERK

Original returned this date to: Diana Davis

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